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July 11, 2007

VIA ELECTRONIC FILING and HAND DELIVERY

Hon. George B. Daniels
United States District Judge
Daniel Patrick Moynihan
United States Courthouse
500 Pearl St., Room 630
Courtroom 15D
New York, NY 10007

Re: Wallace v. Skunk Studios, Inc. et al., (Civil Case No.: 07-Civ.-3899)

Honorable Judge Daniels:

Although it is not the policy of this firm to submit Sur-Replies, I respectfully make this request to include and consider the enclosed Sur-Reply of our client, as it contains incredibly important information, whose attention would greatly benefit this honorable Court. A rebuttal of the Defendants' Reply in this case is extremely important and necessary in order for this Court and Your Honor to get a complete view of the issues and facts addressed in Defendants' Motion.

As such, I respectfully request that you please admit the enclosed Plaintiff's Sur-Reply along with the other documents submitted by the parties in relation to Defendants' Motion to Dismiss.

I thank you in advance you're your time and attention in this matter.

Respectfully submitted,

/s/ Gary Adelman

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UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

-----X
 MARGARET WALLACE,

Civil Case No.: 07-Civ.-3899

Plaintiff,

Judge: Daniels

-against-

Magistrate: Pitman

SKUNK STUDIOS, INC., JASON CALDERONE,
 TOM ESTESS, and KALLE WIK,

ATTORNEY AFFIRMATION

Defendant(s).

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Gary Adelman, an attorney duly admitted to practice law in the state of New York
 affirms the following under penalty of perjury:

1. I am an attorney at the law firm Barton, Barton & Plotkin, LLP, attorneys for the Plaintiff in the above captioned action, and as such, I am fully familiar with all of the facts and circumstances hereinafter set forth below based on conversations had with the Plaintiff's representatives and witnesses and a review of the Plaintiff's file.

2. The factual allegations submitted by Defendants their Reply are filled with inaccuracies, misrepresentations, and mischaracterizations of fact, regarding the business contacts and connections Skunk Studios, Inc. ("SKUNK STUDIOS") has within the forum state. Defendants tell half-truths and attempt to hide the truth, merely to avoid defending an action rightfully brought by Plaintiff in New York.

3. Plaintiff therefore respectfully asks this Court to consider this Sur-Reply to address these inaccuracies brought forth by Defendant in their Reply, and to set out the complete picture of the extent of Skunk Studios' professional relations with numerous New York businesses and residents, with concrete documentary evidence.

4. Defendant KALLE WIK contends in Defendants' Reply that Skunk Studios, Inc. ("SKUNK STUDIOS") lacks sufficient business contacts with the State of New York. To the contrary, as Plaintiff's Affidavit (attached hereto as the "Affidavit of Margaret Wallace") with attachments establish, SKUNK STUDIOS has not only contractual New York partners and a considerable New York client-base, but has also held and sponsored events, press-releases, and business meetings in New York which Plaintiff actually attended as the company's CEO, and has even retained a New York-based attorney handling its intellectual property-related business transactions.

5. Additionally, Skunk Studios has even signed a contract with a New York company in which it voluntarily consented to a New York governing law provision. (See EXHIBIT "E.")

6. Plaintiff's Affidavit and the Exhibits attached hereto establish that SKUNK STUDIOS has significant and substantial business contacts in New York, which is more than sufficient to prove minimum contacts. As such, Defendants' Motion to Dismiss or in the alternative transfer venue should be denied in its entirety.

WHEREFORE, Plaintiff respectfully seeks that Defendants' Motion to Dismiss for lack of jurisdiction and improper venue or in the alternative transfer venue be denied in its entirety.

Dated: New York, New York
July 11, 2007

Respectfully submitted,
BARTON, BARTON & PLOTKIN, LLP
By: /s/ Gary Adelman

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